### Edgar Filing: CAREY W P & CO LLC - Form 4

CAREY W P & CO LLC							
Form 4							
June 06, 2008							
FORM 4 UNITE		URITIES AND EXCHAN			OVAL		
UNIE		URITIES AND EXCHAR Vashington, D.C. 20549	NGE COMMISSION	Number: 32	235-0287		
Check this box if no longer			Expires: Jar	nuary 31, 2005			
subject to Section 16. Form 4 or	EMENT OF CH	ANGES IN BENEFICIAI SECURITIES	L OWNERSHIP OF	ge r			
	ursuant to Sectio	n 16(a) of the Securities Ex	change Act of 1934	response	0.5		
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940							
(Print or Type Responses)							
1. Name and Address of Reporti CAREY WILLIAM P	Symb	suer Name <b>and</b> Ticker or Tradin ol EY W P & CO LLC [WP0	Issuer	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First)		te of Earliest Transaction	(Che	ck all applicable)			
		th/Day/Year)	X Director	X 10% Owr	ier		
C/O W. P. CAREY & CO. ROCKEFELLER PLAZA		4/2008	Officer (give below)	Officer (give titleOther (specify below)			
(Street)	4. If <i>A</i>	Amendment, Date Original	6. Individual or J	. Individual or Joint/Group Filing(Check			
	Filed	Month/Day/Year)	Applicable Line) X Form filed by	plicable Line) _ Form filed by One Reporting Person			
NEW YORK, NY 10020				y More than One Reporting			
(City) (State)	(Zip)	Cable I - Non-Derivative Securi	ties Acquired, Disposed o	f, or Beneficially Ov	vned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr. 3, 4 and 5)	Securities Beneficially	Ownership Owned Form: Reported Direct (D) (s) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
		Code V Amount (D)	Price	(Instr. 4)			
Common 06/04/2008 Stock		A <u>(1)</u> 911.4275 A	\$ 27.4295 4,193,071 (2)	.9005 D			
Common Stock			7,170,012		Held by W. P. Carey & Co. Inc.		
Common Stock			85,671	Ι	Held by Carey Asset Management		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Title a		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyi	ing	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								Δ	mount		
								or			
						Date	Expiration		umber		
						Exercisable	Date	of			
				C.J. V	(A) (D)						
				Coue v	(A) (D)			51	hares		

# **Reporting Owners**

Reporting Owner Name / Address		Relationships					
		Director	10% Owner	Officer	Other		
CAREY WILLIAM P C/O W. P. CAREY & CO. I 50 ROCKEFELLER PLAZ NEW YORK, NY 10020		Х	Х				
Signatures							
/s/ Wm. Polk Carey	06/06/2008						
**Signature of Reporting Person	Da	te					

# **Explanation of Responses:**

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Represents an Employee Stock Purchase Plan transaction exempt pursuant to Section 16(b). (1)

(2) The indicated value per share is based on the average of the high and low stock closing price as of May 30, 2008 less 15%.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.